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Attorneys for Debtors and Debtors-in-Possession

E-FILED ON

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA

	İ	Case No. BK-S-06-10725 LBR
In re:	l i	Case No. BK-S-06-10726 LBR
		Case No. BK-S-06-10727 LBR
USA COMMERCIAL MORTGAGE COMPAN	-	Case No. BK-S-06-10728 LBR
	Debtor.	Case No. BK-S-06-10729 LBR
In re:		
		Chapter 11
USA CAPITAL REALTY ADVISORS, LLC,		
	Debtor.	Jointly Administered Under
In re:		Case No. BK-S-06-10725 LBR
USA CAPITAL DIVERSIFIED TRUST DEED	FUND,	
LLC,	.	
	Debtor.	
In re:		
USA CAPITAL TRUST DEED FUND, LLC,		
	Debtor.	
In re:		
USA SECURITIES, LLC,		
	Debtor.	

Af	fects:
\boxtimes	All Debtors
	USA Commercial Mortgage Company
	USA Capital Realty Advisors, LLC
	USA Capital Diversified Trust Deed Fund, LLC
	USA Capital First Trust Deed Fund, LLC
	USA Securities, LLC

CERTIFICATE OF MAILING (Affects All Debtors)

I, James H. Myers, state as follows:

- 1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. I am employed by BMC Group, Inc., the Claims and Noticing Agent for the Debtors and Debtors-in-Possession in the above-captioned cases, whose business address is 1330 East Franklin Avenue, El Segundo, California 90245.
- 2. At the direction of Schwartzer & McPherson Law Firm, Counsel for the Debtors and Debtors-in-Possession in the above-captioned cases, copies of the document identified below by exhibit number were sent to those persons listed on the Service List attached hereto as Exhibit "A" at the addresses shown thereon and via the modes of service indicated thereon, on the 12th day of October, 2006:

Exhibit "1"

NOTICE OF HEARING OF MOTION FOR ORDER APPROVING RETENTION PLAN OF DEBTOR'S REMAINING EMPLOYEES (AFFECTS ALL DEBTORS)

[Re: Docket No. 1429]

Exhibit "A" Service List regarding Exhibit "1	Exhibit "A"	Servi	e List re	garding	Exhibit	"1"
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DATED: October <u>/3</u>, 2006 El Segundo, California

James H. Myers

State of California) ss County of Los Angeles)

Personally appeared before me on October 32, 2006, James H. Myers, an individual, known to me to be the person who executed the foregoing instrument and acknowledged the same.

EXHIBIT 1

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12	Attorneys for Debtors and Debtors-in-Possession	
13	UNITED STATES BANKI	RUPTCY COURT
14	DISTRICT OF N	EVADA
15	To an	la mana
16	In re: USA COMMERCIAL MORTGAGE COMPANY, Debtor.	Case No. BK-S-06-1 Case No. BK-S-06-1 Case No. BK-S-06-1
17	In re:	Case No. BK-S-06-1
18	USA CAPITAL REALTY ADVISORS, LLC, Debtor.	Case No. BK-S-06-1
19	In re:	Chapter 11
20	USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,	Jointly Administered Case No. BK-S-06-1
21	Debtor.	
22	In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	NOTICE OF HE
23	In re:	FOR ORDI
	USA SECURITIES, LLC, Debtor.	RETENTION P REMAININ
24	Affects:	(AFFECTS
25	☑ All Debtors	(11112012
26	☐ USA Commercial Mortgage Company☐ USA Capital Realty Advisors, LLC	
	☐ USA Capital Diversified Trust Deed Fund, LLC	Datas October 10
27	☐ USA Capital First Trust Deed Fund, LLC	Date: October 19, Time: 9:30 a.m.
28	☐ USA Securities, LLC	1 11110. 5.50 4.111.
-		

VADA

Case No. BK-S-06-10725 LBR Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR

Jointly Administered Under Case No. BK-S-06-10725 LBR

NOTICE OF HEARING OF MOTION FOR ORDER APPROVING RETENTION PLAN OF DEBTOR'S REMAINING EMPLOYEES (AFFECTS ALL DEBTORS)

Date: October 19, 2006

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NOTICE IS HEREBY GIVEN that a Motion for Order Approving Retention Plan of Debtor's Remaining Employees (the "Motion") was filed by Schwartzer & McPherson Law Firm, attorneys for USA Commercial Mortgage Company ("USACM").

USACM's management has prepared a retention plan to encourage the remaining employees to stay until the effective date of the Plan of Reorganization, a copy of which is attached to the Motion as Exhibit A (the "Retention Plan"). The proposed Retention Plan consists of three major components: a) a bonus; b) severance pay; and c) medical benefits, and is summarized as follows:

- a. A bonus will be paid to each employee who remains actively employed by USACM on the "Bonus Days" of November 30, 2006, December 31, 2006, January 31, 2006 and February 28, 2006. The bonus to be paid on each Bonus Day shall consist of 5% of the employee's annual salary (calculated for the hourly employees as 5% of their hourly rate multiplied by 2080, which is a standard work year). If the effective date of the Plan of Reorganization is prior to February 28, 2006, any unpaid bonus amounts shall be paid to those employees employed by USACM on the effective date.
- b. Severance pay shall be accrued at 2% of annual pay for each pay period beginning October 1, 2006, until an employee has accrued a maximum of 25% of annual salary (or in the case of hourly employees, 25% of their hourly rate multiplied by 2080). Severance pay shall be paid to the employee only if and when the employment is terminated by USACM. Employees shall receive at least 30 days notice of termination, through which time period the severance pay will continue to accrue.
- If USACM terminates the employees' medical plan, no COBRA medical benefit will be available for former employees as they search for new jobs. Accordingly, the current medical plan will be continued until it is determined by management that it is no longer needed for USACM's employees. At that time, arrangements will be made with the medical plan provider to pre-pay the medical plan for a minimum of 6 months and a maximum of 12 months, so that the remaining employees will be able to continue their medical coverage by paying the same amount to the medical plan provider that they were previously paying to USACM through withholding from their paychecks. If USACM is unable to obtain such continuing coverage for the benefit of the terminated employees through the medical plan provider, USACM may purchase separate individual insurance policies for these terminated employees. The individual policies would be for at least a six month term and provide substantially the same amount of benefits as the medical plan it is replacing.

If you object to the relief requested, you must file a WRITTEN response to this pleading with the court. You must also serve your written response on the person who sent you this notice.

If you do not file a written response with the court, or if you do not serve your written

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response on the person who sent you this notice, then:

- The court may refuse to allow you to speak at the scheduled hearing; and
- The court may rule against you without formally calling the matter at the hearing.

Pursuant to the Second Amended Order Establishing Case Management Procedures entered September 14, 2006, the deadline to file and serve objections to Requests for Relief set on shortened time shall be no later than three (3) business days before the hearing date.

A copy of the Motion may be obtained by accessing BMC Group, Inc.'s website at www.bmcgroup.com/usacmc, by accessing PACER through the United States Bankruptcy Court website for Nevada at www.nvb.uscourts.gov, by contacting BMC Group at telephone: (888) 909-0100, or by contacting the office of the Debtor's counsel, Ray Quinney & Nebeker P.C., telephone: (801) 532-1500 or fax: (801) 532-7543.

NOTICE IS FURTHER GIVEN that the hearing on the Motion may be continued without further notice.

NOTICE IS FURTHER GIVEN that the hearing on the Motion will be held before a United States Bankruptcy Judge, in the Foley Federal Building, 300 Las Vegas Boulevard South, 3rd Floor, Las Vegas, Nevada on October 19, 2006 at 9:30 a.m.

Dated this 12th day of October, 2006.

Annette W. Jarvis, Utah Bar No. 1649 Steven C. Strong, Utah Bar No. 6340 RAY QUINNEY & NEBEKER P.C. 36 South State Street, Suite 1400 P.O. Box 45385 Salt Lake City, Utah 84145-0385 and

/s/ Jeanette E. McPherson

Lenard E. Schwartzer, Nevada Bar No. 0399 Jeanette E. McPherson, Esq., Nevada Bar No. 5423 SCHWARTZER & MCPHERSON LAW FIRM 2850 South Jones Boulevard, Suite 1 Las Vegas NV 89146 Attorneys for Debtors and Debtors-in-Possession

EXHIBIT A

for USA Commercial Mortgage Company fka USA Capital

Total number of parties: 217

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Exhibit A - USA Commercial Mortgage Co

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